



L.D. Reddy & Co

Company Secretaries
Insolvency Professionals

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L. Dhanajay Reddy B.Com.LL.B., ACS.

Secretarial Audit Report

For the Period from 01.04.2020 to 31.03.2021

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 as amended)]

To

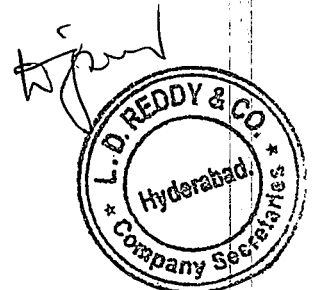
The Board of Directors,

M/s. Bhavyabhanu Electronics Private Limited
West Block, G.Floor, Plot No.18 to 21, Imarath Kancha,
Hardware Park, Raviryala (V),
Maheshwaram Mandal,
Ranga Reddy - 500005

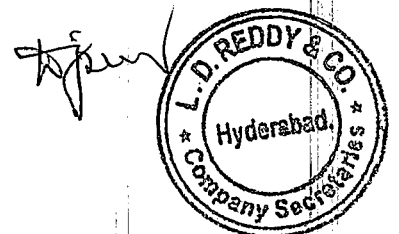
We have conducted the Secretarial Audit on the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Bhavyabhanu Electronics Private Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in my opinion, the Company has, during the audit period from 01.04.2020 to 31.03.2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

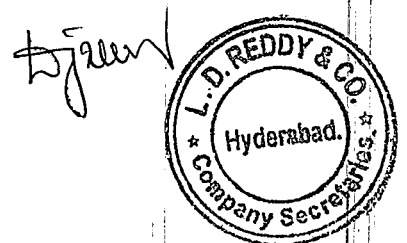
1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by Bhavyabhanu Electronics Private Limited ("The Company") for the Period from 01.04.2020 to 31.03.2021 according to the provisions of:
 - i. The Companies Act, 2013 (the Act) and the Rules made thereunder;
 - ii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - iii. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder;
 - iv. The Payment of Wages Act, 1936



- v. Minimum Wages Act, 1948
- vi. Employees Provident Fund And Misc. Provisions Act, 1952
- vii. Employees State Insurance Act, 1948
- viii. Payment of Gratuity Act, 1972
- ix. Employee's Compensation Act, 1923
- x. Contract Labour (Regulation & Abolition) Act, 1970
- xi. The Insurance Act, 1938 as amended.
- xii. Employment Exchange (Compulsory Notification of Vacancies) Act, 1959
- xiii. Income Tax Act, 1961
- xiv. GST Acts and Rules made thereunder
- xv. The Factories Act, 1948 and Andhra Pradesh Factories Rules, 1980
- xvi. Water (Prevention & Control of Pollution) Act 1974 and rules there under
- xvii. Air (Prevention & Control of Pollution) Act 1981 and rules there under
- xviii. The Environment (Protection) Act, 1986
- xix. Hazardous and Other Wastes (Management & Trans boundary Movement) Rules, 2016
- xx. Customs Act, 1962
- xxi. The Boilers Act, 1923 and Indian Boilers Regulations - 1950
- xxii. The Petroleum Act, 1934 and Petroleum Rules, 2002
- xxiii. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
- xxiv. Since, the Company being Private limited company the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') shall not apply:
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

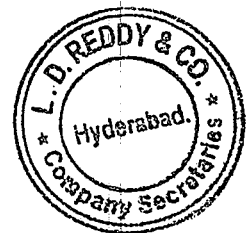


- b. SEBI (Prohibition of Insider Trading) Regulations, 2015.
 - c. The Securities and Exchange Board of India (Issue of capital and Disclosure Requirements) Regulations, 2009;
 - d. The Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014.
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008.
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.
 - i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - j. The Listing Agreements entered into by the Company with the BSE Limited and National Stock Exchange of India Limited.
2. We further report that the Company has, in my opinion, complied with the provisions of the Companies Act, 2013 and the Rules made under that Act as notified by Ministry of Corporate Affairs and the Memorandum and Articles of Association of the Company, with regard to:
- Forms, returns, documents and resolutions required to be filed with the Registrar of Companies and the Central Government;
 - Service of documents by the Company on its Members, Auditors and the Registrar of Companies;
 - Constitution of the Board of Directors / Committee(s) of Directors, appointment, retirement and reappointment of Directors including the Managing Director and Whole-time Directors;
 - Appointment and remuneration of Statutory Auditor and Secretarial Auditor.
 - Borrowings and registration, modification and satisfaction of charges wherever applicable;



- Format of Balance Sheet and statement of profit and loss is as per Schedule III of the Companies Act, 2013.
 - Report of the Board of Directors;
 - The Directors have complied with the disclosure requirements in respect of their eligibility of appointment;
3. We further report that there was no prosecution initiated and no fines or penalties were imposed during the period under review under the Companies Act, Depositories Act, and Rules, Regulations and Guidelines framed there under on the Company or on its Directors and Officers
4. We Further Report That:
- The company is regular in payment of gratuity as per the rules of the Payment of Gratuity Act, 1972 and has provided 100% provision in the books of accounts.
 - The Company has renewed the Insurance Policy under Employees State Insurance Act, 1948
5. We further report that based on the information received and records maintained there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
6. We further Report that during the audit period the Company has:
- No Public /Right/Preferential Issue of Shares/Debentures/Sweat Equity etc.,
 - No Redemption/Buy-back of Securities;
 - No major Decision taken by the members in pursuance of Section 180 of the companies Act, 2013;
 - No Merger/Amalgamation/Reconstruction, etc.,
 - No Foreign Technical Collaborations;

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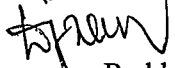


Important Note:

Due to Covid-19 pandemic, Secretarial Audit for this Financial Year ended 2021 were conducted through exchange of e-mails, visited Head office Hyderabad and using technology on sample basis. Since, visiting of company's Factories was not possible due to the current pandemic situation I have relied on the Certificate of compliance from the respective plant heads of the company.

Date: 09.07.2021
Place: Hyderabad

For L.D.Reddy & C o.,
Company Secretaries


L. Dhanamjay Reddy
(Proprietor)
M. No. A13104
CP No. 3752
UDIN: A013104C000604409





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Company Secretaries
Insolvency Professionals

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ANNEXURE

To

The Board of Directors,

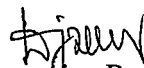
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West Block, G.Floor, Plot No.18 to 21, Imarath Kancha,
Hardware Park, Raviryala (V),
Maheshwaram Mandal,
Ranga Reddy - 500005

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records on our audit.
2. We have followed the audit practices and processes as appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the information and relevant documents including representation given by the management about the compliance of laws, rules and regulations and happening of events etc.
5. The compliances of the provisions of corporate and other applicable laws. Rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The secretarial Audit report is neither an assurance as to the future viability of the company nor of the company efficiency of effectiveness with which the management has conducted the affairs of the company.

Date: 09.07.2021
Place: Hyderabad

For L.D.Reddy & Co.,
Company Secretaries


L. Dhananjay Reddy
(Proprietor)
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